

STATE OF SOUTH CAROLINA

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

APPLICATION OF
TOTAL CALL INTERNATIONAL, INC.
KDDI AMERICA, INC. AND OPEX
COMMUNICATIONS, INC.
NOTICE OF FILING AND HEARING

COVER SHEET

DOCKET

NUMBERS- ✓ 1998-471-C
✓ 1999-407-C
2001-130-C
2009-494-C

221078
221079
221080
221081

(Please type or print)

Submitted by: Claudia McDowell
Address: 1720 Windward Concourse, Suite 115
Alpharetta, GA 30005

SC Bar Number: _____
Telephone: (770) 232-9145
Fax: (678) 775-1195
Other: _____
Email: cmcdowell@telecomcounsel.com

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

DOCKETING INFORMATION (Check all that apply)

- ☐ Emergency Relief demanded in petition ☐ Request for item to be placed on Commission's Agenda expeditiously
☐ Other: _____

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)		
<input type="checkbox"/> Electric	<input checked="" type="checkbox"/> Affidavit	<input type="checkbox"/> Letter	<input type="checkbox"/> Request
<input type="checkbox"/> Electric/Gas	<input type="checkbox"/> Agreement	<input type="checkbox"/> Memorandum	<input type="checkbox"/> Request for Certification
<input type="checkbox"/> Electric/Telecommunications	<input type="checkbox"/> Answer	<input type="checkbox"/> Motion	<input type="checkbox"/> Request for Investigation
<input type="checkbox"/> Electric/Water	<input type="checkbox"/> Appellate Review	<input type="checkbox"/> Objection	<input type="checkbox"/> Resale Agreement
<input type="checkbox"/> Electric/Water/Telecom.	<input type="checkbox"/> Application	<input type="checkbox"/> Petition	<input type="checkbox"/> Resale Amendment
<input type="checkbox"/> Electric/Water/Sewer	<input type="checkbox"/> Brief	<input type="checkbox"/> Petition for Reconsideration	<input type="checkbox"/> Reservation Letter
<input type="checkbox"/> Gas	<input type="checkbox"/> Certificate	<input type="checkbox"/> Petition for Rulemaking	<input type="checkbox"/> Response
<input type="checkbox"/> Railroad	<input type="checkbox"/> Comments	<input type="checkbox"/> Petition for Rule to Show Cause	<input type="checkbox"/> Response to Discovery
<input type="checkbox"/> Sewer	<input type="checkbox"/> Complaint	<input type="checkbox"/> Petition to Intervene	<input type="checkbox"/> Return to Petition
<input type="checkbox"/> Telecommunications	<input type="checkbox"/> Consent Order	<input type="checkbox"/> Petition to Intervene Out of Time	<input type="checkbox"/> Stipulation
<input type="checkbox"/> Transportation	<input type="checkbox"/> Discovery	<input type="checkbox"/> Prefiled Testimony	<input type="checkbox"/> Subpoena
<input type="checkbox"/> Water	<input type="checkbox"/> Exhibit	<input type="checkbox"/> Promotion	<input type="checkbox"/> Tariff
<input type="checkbox"/> Water/Sewer	<input type="checkbox"/> Expedited Consideration	<input type="checkbox"/> Proposed Order	<input type="checkbox"/> Other:
<input type="checkbox"/> Administrative Matter	<input type="checkbox"/> Interconnection Agreement	<input type="checkbox"/> Protest	
<input type="checkbox"/> Other:	<input type="checkbox"/> Interconnection Amendment	<input type="checkbox"/> Publisher's Affidavit	
	<input type="checkbox"/> Late-Filed Exhibit	<input type="checkbox"/> Report	

Lance J. M. Steinhart, P.C.

Attorney At Law
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005

Also admitted in New York
And Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

January 7, 2010

VIA OVERNIGHT DELIVERY

Mr. Charles Terreni
Chief Clerk of the Commission
The Public Service Commission
State of South Carolina
101 Executive Center Drive, Suite 100
Columbia, South Carolina 29210
(803) 896-5100

RE: Total Call International, Inc.
KDDI America, Inc and OPEX Communications, Inc.
Docket No. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C
Notice of Filing and Hearing

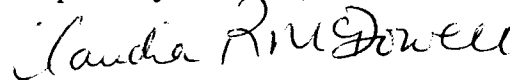
Dear Mr. Terreni:

Enclosed for filing are the original Affidavits of Publications and the dates published:

- | | | |
|----|---------------------------|-------------------|
| 1. | The Florence Morning News | December 17, 2009 |
| 2. | The Greenville News | December 17, 2009 |
| 3. | The Post and Courier | December 17, 2009 |
| 4. | The State | December 17, 2009 |

I have enclosed an extra copy of this letter to be date-stamped and returned in the enclosed envelope provided. If you have any questions, please feel free to give me a call or e-mail at (770) 232-9145 or cmcdowell@telecomcounsel.com.

Respectfully submitted,



Claudia McDowell

Legal Assistant to Lance J.M. Steinhart
Attorney for Total Call International, Inc.
KDDI America, Inc and OPEX Communications, Inc.

Enclosures

cc: Scott Elliott via e-mail: selliott@elliottlaw.us



Carolina Publishing

Advertising Affidavit

P.O Box 100528
Florence, SC 29501
(843) 317-6397

Account Number

Date

December 17, 2009

SHAKER ADVERTISING
1100 LAKE ST
SHAKER BUILDING-MARIE LARSON
OAK PARK, IL 60301-1015

Date	Category	Description	Ad Size	Total Cost
12/17/2009	Legal Notices	PUBLIC SERVICE COMMISSION OF SOUTH CAROL	2 x 119 L	

**PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA
DOCKETING DEPARTMENT
NOTICE OF FILING
DOCKET NOS. 1998-471-C, 1999-407-C,
2001-130-C & 2009-494-C**

Total Call International, Inc. (Total Call), KDDI America, Inc. (KDDI), and OPEX Communications, Inc. (OPEX) (collectively referred to as the Parties) have filed an Application with the Public Service Commission of South Carolina (the Commission) for approval of the following transactions: 1. Total Call will transfer its 1+ customer base to OPEX; 2. OPEX will transfer control from Total Call to the current shareholders of Total Call; and after the foregoing: 3. Total Call will transfer control to KDDI.

According to the Application, Total Call and KDDI have entered into an agreement under which KDDI will purchase fiftyone percent of the issued and outstanding capital stock of Total Call, on a fully diluted, as converted basis. Prior to the Total Call/KDDI Transaction, Total Call will transfer its one plus long distance customer base to OPEX, and then OPEX will be spun off to the current shareholders of Total Call on a pro rata basis (Total Call/OPEX Transaction). When the Total Call/KDDI Transaction is consummated, Total Call will have no one plus long distance customers, but will have only prepaid calling card customers.

The Application reveals that there will be no impact on OPEX's current customers, since the Total Call/OPEX Transaction will be transparent to said customers, because the transfer of control will only result in a change in ownership. There will be no change in the OPEX name, and the company will continue to provide services pursuant to the terms and conditions of its tariff on file with the Commission. Also, with regard to the Total Call/KDDI Transaction, there will be no impact on Total Call's prepaid calling card customers, since the Total Call/KDDI Transaction will be transparent to said customers, because the transfer of control will only result in a change in ownership. There will be no change in the Total Call name, and the company will continue to provide services pursuant to the terms & conditions of its tariff on file with the Commission.

A copy of the Application is on file in the offices of the Commission, 101 Executive Center Drive, Columbia, South Carolina 29210 and on the Commission's website at www.psc.sc.gov under Docket No.'s. 1998-471-C, 1999-407-C & 2001-130-C. A copy of the Application is also available from Scott Elliott, Esquire, 721 Elliott Street, Columbia, SC 29205 and Lance J.M. Steinhart, Attorney at Law, Windward Concourse, Ste. 115, Alpharetta, GA 30005.

A public hearing, if scheduled, will be held in Columbia, South Carolina, in the offices of the Commission at the above address, for the purpose of receiving testimony and other evidence from all interested parties regarding this Application. The time and date of this hearing will be furnished to 1/4/2010 5:22:36PM

Media General Operations, Inc.

Publisher of the Morning News

This is to certify that the attached PUBLIC SERVICE COMMISSION was published in the Morning News in the City of Florence, state of South Carolina on the following dates:

12/17/2009

The First insertion being given ... 12/17/2009

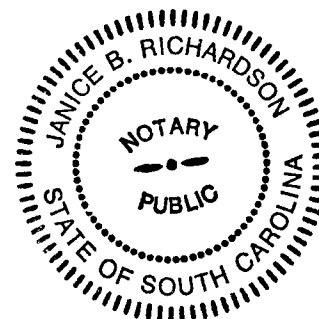
Newspaper reference: 0000078475

Sworn to and subscribed before me this

1/5/10

Janice B. Richardson
Notary Public

[Signature]
Supervisor



State of South Carolina
My Commission expires

My Commission Expires April 18, 2010

T A BILL. PLEASE PAY FROM INVOICE. THANK YOU

AFFIDAVIT
OF
PUBLICATION

The Post and Courier

State of South Carolina

County of Charleston

Personally appeared before me
the undersigned advertising Clerk of the
above indicated newspaper published
in the City of Charleston, County and
State aforesaid, who, being duly sworn,
says that the advertisement of

(copy attached)

appeared in the issues of said newspaper

on the following day(s): _____

December 17, 2009

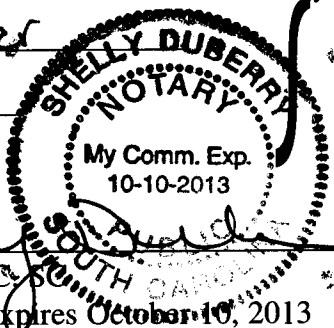
Subscribed and sworn to

before me this 28th day

of December

A.D. 20 09

(Advertising clerk)



NOTARY PUBLIC
My Commission expires October 10, 2013

PUBLIC SERVICE
COMMISSION OF SOUTH
CAROLINA

DOCKETING
DEPARTMENT
NOTICE OF FILING

DOCKET NOS. 1998-471-
C, 1999-407-C, 2001-
130-C & 2009-494-C

Total Call International, Inc. (Total Call), KDDI America, Inc. (KDDI), and OPEX Communications, Inc. (OPEX) (collectively referred to as the Parties) have filed an Application with the Public Service Commission of South Carolina (the Commission) for approval of the following transactions: 1. Total Call will transfer its 1+ customer base to OPEX; 2. OPEX will transfer control from Total Call to the current shareholders of Total Call; and after the foregoing; 3. Total Call will transfer control to KDDI.

According to the Application, Total Call and KDDI have entered into an agreement under which KDDI will purchase fifty-one percent of the issued and outstanding capital stock of Total Call, on a fully diluted, as converted basis. Prior to the Total Call/KDDI Transaction, Total Call will transfer its one plus long distance customer base to OPEX, and then OPEX will be spun off to the current shareholders of Total Call on a pro rata basis (Total Call/OPEX Transaction). When the Total Call/KDDI Transaction is consummated, Total Call will have no one plus long distance customers, but will have only prepaid calling card customers.

The Application reveals that there will be no impact on OPEX's current customers since the Total Call/OPEX Transaction will be transparent to said customers because the transfer of control will only result in a change in ownership. There will be no change in the OPEX name, and the company will continue to provide services pursuant to the terms and conditions of its tariff on file with the Commission. Also, with regard to the Total Call/KDDI Transaction, there will be no impact on Total Call's prepaid calling card customers, since the Total Call/KDDI Transaction will be transparent to said customers, because the transfer of control will only result in a change in ownership. There will be no change in the Total Call name, and the company will continue to provide services pursuant to the terms and conditions of its tariff on file with the Commission.

A copy of the Application is on file in the offices of the Commission, 101 Executive Center Drive, Columbia, South Carolina 29210 and on the Commission's website at www.psc.sc.gov under Docket No.'s 1998-471-C, 1999-407-C & 2001-130-C. A copy of the Application is also available from Scott Elliott, Esquire, 721 Elliott Street, Columbia, SC 29205 and Lance J.M. Steinhart, Attorney at Law, Windward Concourse, Ste. 115, Alpharetta, GA 30005.

A public hearing, if scheduled, will be held in Columbia, South Carolina, in the offices of the Commission at the above address, for the purpose of receiving testimony and other evidence from all interested parties regarding this Application. The time and date of this hearing will be furnished to all interested parties at a later date.

Any person who wishes to participate in this matter, as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before January 8, 2010, and indicate the amount of time required for his presentation. Please include an email address for receipt of future Commission correspondence in the Petition to Intervene. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C.

Any person who wishes to testify and present evidence at the hearing should notify the Docketing Department, in writing, at the address below, the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201, and Scott Elliott, Esquire, and Lance J.M. Steinhart, Attorney at Law, at the above addresses, on or before January 8, 2010, and indicate the amount of time required for his presentation. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C.

Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Docketing Department, in writing, at the address below on or before January 8, 2010. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C.

PLEASE TAKE NOTICE: Any person who wishes to have his or her comments considered as part of the official record of this proceeding MUST present such comments, in person, to the Commission during the hearing.

Persons seeking information about the Commission's Procedures should contact the Commission at (803) 896-5100.

Public Service
Commission
of South Carolina
Attn: Docketing
Department
Post Office Drawer 11649
Columbia, South Carolina
29211
AD #228674

AFFIDAVIT OF PUBLICATION

I, Susan Mullinax, being the sales advertising agent for **The Greenville News**, do hereby testify that the attached legal advertisement was published in **The Greenville News** on Dec. 17, 2009.

Suzan Mullina
Name of Sales Advertising Agent

Carlotta G. Bell
Carlotta G. Bell
Notary Public for the State of South Carolina

transmission of Rules of Practice and Procedure on January 8, 2010, and in accordance with the amount of time required for the presentation, please include an email address for registration purposes for the Criminal Committee. Please indicate the position to which you wish to be elected. Please refer to the Commission's Rules of Practice and Procedure, Nos. 1989-47-C, 2001-130-C, & 2009-49-C.

Any person who wishes to testify and present evidence at the hearing should notify the Hearing Officer by email at hearing@bar.cba.org in writing, in accordance with the Commission's Rules of Practice and Procedure, Nos. 1989-47-C, 2001-130-C, & 2009-49-C.

Camille A. South Carolina, and Scott Elliott, Esq., of the Law, Mediation, and Arbitration, and Lance A. Smith, Esq., of the Law, Mediation, and Arbitration, on or before January 8, 2010, and indicate the amount of time required for his or her presentation. Please refer to the Commission's Rules of Practice and Procedure, Nos. 1989-47-C, 2001-130-C, & 2009-49-C.

Any person who wishes to present testimony or evidence at the hearing should notify the Hearing Officer by email at hearing@bar.cba.org in writing, in accordance with the Commission's Rules of Practice and Procedure, Nos. 1989-47-C, 2001-130-C, & 2009-49-C.

PLEASE TAKE NOTICE: Any person who wishes to have his or her comments considered as part of the official record of this proceeding must submit comments in writing to the Commission on or before January 8, 2010, in accordance with the Commission's Rules of Practice and Procedure, Nos. 1989-47-C, 2001-130-C, & 2009-49-C.

Persons seeking information or assistance in completing this Petition should contact the Commission at (803) 536-5100.

Total Call to the current shareholders of Total Call; and after the foregoing; 3. Total Call will transfer control to KDDI.

According to the Application, Total Call and KODI have entered into an agreement under which KODI will purchase 50 percent of the issued and outstanding capital stock of Total Call, on a fully diluted basis, as converted securities, prior to the Total Call IPO transaction. Total Call will have one plus long dis- its one plus long dis- tance customer to OPEX, and then OPEX will be spun off to the current shareholders of Total Call on a pro rata basis (Total Call/OPEX transaction). When the transaction is completed, Total Call will have one plus long dis- tance customers, but will have only prepaid mailing card customers.

The Application reveals that there will be no impact on OPEX's current Customers, since the Total Call/OPEX Transaction will be transparent to the customers because the customers' relationship with OPEX will be in a change of ownership. There will be no change in the OPEX relationship with any of its customers. OPEX will continue to provide services pursuant to the terms and conditions of its tariff on file with the Commission. Also, with the Total Call/OPEX Transaction, there will be no impact on Total Call's prepaid calling card customers. Total Call will continue to be transparent to said customers, because the transfer of the relationship with the customers will only result in a change of ownership. There will be no change in the Total Call relationship with the Commission, and the Company will continue to operate pursuant to the terms and conditions of its tariff on file with the Commission.

A copy of the Application is on file in the offices of the Commissions of the Central, Eastern, Southern and Western Districts of the United States. The Commission of the Southern District of New York is located at 100 Nassau Street, New York, NY 10038-2010, and on the Commission's website at www.usdoj.gov/sdny. A copy of the Application is also available from Scott Elliott, Esquire, 721 Elliott Street, Columbia, SC 29205 and Lance J.M. Lawless, Attorney at Law, 10000 Peachtree Dunwoody Road, Suite 300, Alpharetta, GA 30004.

A public hearing, if scheduled, will be held in Columbia, South Carolina, in the offices of the Commission at the above address, for the purpose of receiving testimony and other evidence from all interested parties regarding this application. The Commission will be furnished with a list of this information and will be notified of all interested parties at a later date.

4567114 PUBLIC SERVICE
COMMISSION OF
SOUTH CAROLINA
DOCKETING
DEPARTMENT

**NOTICE
OF FILING**

DOCKET NO. 1998-471-C, 1999-407-C,
1999-470-C, 1999-408-C, 1999-409-C

Total Call International, Inc. (Total Call), KODU America, Inc. (KODU), and OPEX Communications, Inc. (OPEX) collectively referred to as the Parties, have filed with the Public Service Commission of South Carolina (the Commission) for approval of the following transactions:

1. Total Call will transfer to OPEX all of its interest in OPEX-2. OPEX-2 will then transfer control of the

3. sions of Sections 38-27-410 and 38-27-940 of the South Carolina Code for the purpose of liquidation and concluding the South Carolina business of Amwest Surety Insurance Company in Liquidation.



DOCKET NOS. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C

Total Call International, Inc. (Total Call), KDDI America, Inc. (KDDI), and OPEX Communications, Inc. (OPEX) (collectively referred to as the Parties) have filed an Application with the Public Service Commission of South Carolina (the Commission) for approval of the following transactions: 1. Total Call will transfer its 1+ customer base to OPEX; 2. OPEX will transfer control from Total Call to the current shareholders of Total Call; and after the foregoing; 3. Total Call will transfer control to KDDI.

According to the Application, Total Call and KDDI have entered into an agreement under which KDDI will purchase fifty-one percent of the issued and outstanding capital stock of Total Call, on a fully diluted, as converted basis. Prior to the Total Call/KDDI Transaction, Total Call will transfer its one plus long distance customer base to OPEX, and then OPEX will be spun off to the current shareholders of Total Call on a pro rata basis (Total Call/OPEX Transaction). When the Total Call/KDDI Transaction is consummated, Total Call will have no one plus long distance customers, but will have only prepaid calling card customers.

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Call International

nserted in THE S
ity of Columbia,

ember 17, 2009

scribed and sworn

is day Decer

mmission expires
10, 2013

[Signature]

THE STATE MEDIA CO., INC.

A copy of the Application is on file in the offices of the Commission, 101 Executive Center Drive, Columbia, South Carolina 29210 and on the Commission's website at www.psc.sc.gov under Docket No.'s: 1998-471-C, 1999-407-C & 2001-130-C. A copy of the Application is also available from Scott Elliott, Esquire, 721 Elliott Street, Columbia, SC 29205 and Lance J.M. Steinhart, Attorney at Law, Windward Concourse, Ste. 115, Alpharetta, GA 30005. A public hearing, if scheduled, will be held in Columbia, South Carolina, in the offices of the Commission at the above address, for the purpose of receiving testimony and other evidence from all interested parties regarding this Application. The time and date of this hearing will be furnished to all interested parties at a later date. Any person who wishes to participate in this matter, as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before January 8, 2010, and indicate the amount of time required for his presentation. Please include an email address for receipt of future Commission correspondence in the Petition to Intervene. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C. Any person who wishes to testify and present evidence at the hearing should notify the Docketing Department, in writing, at the address below, the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201, and Scott Elliott, Esquire, and Lance J.M. Steinhart, Attorney at Law, at the above addresses, on or before January 8, 2010, and indicate the amount of time required for his presentation. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C. Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Docketing Department, in writing, at the address below on or before January 8, 2010. Please refer to Docket Nos. 1998-471-C, 1999-407-C, 2001-130-C & 2009-494-C. PLEASE TAKE NOTICE: Any person who wishes to have his or her comments considered as part of the official record of this proceeding, MUST present such comments, in person, to the Commission during the hearing.

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ublisher of
he State

an Nalepa, Advertising Operations
oath that the advertisement,

71-C, 1999-407-C, 2001-130-C 2009-494-C

newspaper of general circulation published in
ty aforesaid, in the issue(s) of

mission during the hearing.
Persons seeking information about the Commission's Procedures should contact the Commission at (803) 896-5100.
Public Service Commission of South Carolina
Attn: Docketing Department
Post Office Drawer 11649
Columbia, South Carolina 29211

[Signature]

Notary Public

rs- the liability of the publisher on account of errors in
issions from any advertisement will in no way exceed
ount of the charge for the space occupied by the item in
and then only for the first incorrect insertion."